

**EXHIBIT K TO
SHAVER DECLARATION IN
SUPPORT OF PLAINTIFFS'
SUPPLEMENTAL MOTION FOR
CLASS CERTIFICATION
[ECF NO. 456]
REDACTED VERSION**

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION

IN RE: HIGH TECH EMPLOYEE)
ANTITRUST LITIGATION)
) No. 11 CV 2509 LHK
THIS DOCUMENT RELATES TO:)
ALL ACTIONS.)

VIDEO DEPOSITION OF FRANK WAGNER
HIGHLY CONFIDENTIAL ATTORNEYS' EYES ONLY
March 7, 2013

Reported by: Anne Torreano, CSR No. 10520

1 But planners, when they make decisions about
2 compensation, could actually go above the top of the
3 band, or when we bring folks in as new hires for
4 various circumstances, they could actually go below the
10:34:13 5 bottom of the band, or the range, if you would, the
6 minimum.

7 BY MS. DERMODY:

8 Q. And what is the process if a planner wants to
9 bring in someone outside the range?

10:34:23 10 A. So you mean we have a job offer for a new
11 candidate or new external candidate?

12 Q. Sure. We'll start with that.

13 A. Generally what we would attempt to do is
14 and you're speaking of salaries?

10:34:39 15 Q. Yes.

16 A. Right.

17 Well, it's important to recognize that we look
18 at it on a total compensation picture and not just on
19 salaries. So we try to ensure our total compensation
10:34:50 20 package exceeds what that individual has at their prior
21 employer.

22 It is our preference and our guideline that we
23 try, in the mix of compensation, to ensure that
24 salaries come in toward the bottom of the range
10:35:04 25 because or our market target, which we refer to as

1 the market reference point. If you don't mind, I'll
2 use the "MRP" terminology because it's fewer words to
3 have to say the acronym.

4 Q. I'm sorry. That's market

10:35:17 5 A. Reference point.

6 Q. Okay.

7 A. And what we try to do is bring in new
8 candidates or new employees toward the bottom of the
9 range, because we have a pay for performance

10:35:26 10 philosophy, and we'd like their salaries to progress
11 and be aligned with their demonstrated performance
12 after the fact as opposed to bringing folks in higher
13 in the range.

14 It is rare that we bring in people high in the
10:35:38 15 range, but we do sometimes, depending on their current
16 rates of salaries at their current employer.

17 Q. Okay. And circling I appreciate that
18 description, by the way.

19 Circling back to what happens if someone's
10:35:51 20 going to be slotted outside the range, is there a
21 process for the planner to get approval for that, or
22 does that just happen in the planner's discretion?

23 A. So let me clarify a couple things.

24 So I would distinguish between our annual
10:36:07 25 merit cycle, where planners are actually planning for a

1 team of people and we for which we have budgets, and
2 that should be distinguished from new hire, new hire
3 rates of pay.

4 So planners or managers have less input,
10:36:25 5 except at the executive level, but they have input, of
6 course, for new hire offers.

7 Because of our ranges being highly competitive
8 and well above market, it is a rarity that folks would
9 be outside the top of the range.

10:36:40 10 Q. Okay. And then switching to an incumbent
11 employee who a manager might think deserves more pay
12 than the range would allow, what is the process for
13 for that salary to be approved?

14 MR. RUBIN: Objection. Vague.

10:36:59 15 THE WITNESS: Well, if you mean what happens
16 if someone is highly paid relative to our market
17 target, if they are a stellar performer, then it's
18 likely that a proposed increase would be approved, but
19 it would be their judgment.

10:37:16 20 And then if it was a poor performer, then we
21 may not approve that rate of salary increase.

22 BY MS. DERMODY:

23 Q. And what is the approval process for that
24 position?

10:37:29 25 A. It goes from the compensation team and me up

1

2

3

Q. Okay.

4

A. as the head of HR. Or People Operations we

10:37:41

5

call it.

6

Q. Okay. And is that for all employees in the

7

company?

8

A. That is the process for nonexecutives, or

9

exclusive of vice presidents, yes.

10:37:51

10

Q. Okay. And was that the process in 2007 when

11

you started?

12

A. Yes.

13

May I clarify?

14

Q. Of course, yes.

10:38:06

15

A. So when I started in 2007, [REDACTED]

16

17

18

subsequently.

19

Q. Okay. And in your experience, have most of

10:38:23

20

the employees been paid within the salary ranges for

21

the position they're assigned to?

22

MR. RUBIN: Objection. Lacks foundation.

23

THE WITNESS: What do you mean by "most"?

24

BY MS. DERMODY:

10:38:31

25

Q. Is it more the exception than the rule that

1 employees are paid within their salary range?

2 MR. RUBIN: Same objection.

3 THE WITNESS: Most employees are paid within
4 the salary range.

10:38:45 5 BY MS. DERMODY:

6 Q. You describe, as one of the various
7 responsibilities that you've had, offers to external
8 candidates.

9 Can you tell me what that involves?

10:39:06 10 A. Offers involves how much we pay a particular
11 candidate, and that would be comprised of [REDACTED],

12 [REDACTED]

13 [REDACTED]

14 Q. And what is your role with respect to those
10:39:30 15 issues?

16 A. My well, may I clarify? [REDACTED]

17 [REDACTED]

18 [REDACTED]

19 [REDACTED]

10:39:53 20 [REDACTED]

21 [REDACTED]

22 Q. Which types of things would fall within
23 another group in People Operations and which things
24 would fall to you?

10:40:20 25 A. So the other group in People Operations is

1 part of what we called People Technology Operations at
2 the time. We now refer to it as Google People
3 Services. [REDACTED].

4 [REDACTED]

10:40:43 5 [REDACTED]

6 [REDACTED]

7 [REDACTED]

8 [REDACTED] [REDACTED]

9 [REDACTED]

10:40:57 10 Q. Okay. And then what goes to you? All the
11 rest?

12 A. Oh, you mean to our team?

13 Q. Yes.

14 A. [REDACTED]

10:41:07 15 [REDACTED]

16 [REDACTED]

17 [REDACTED]. [REDACTED]

18 [REDACTED]

19 [REDACTED]

10:41:26 20 Q. Okay. And just so I can be sure I'm
21 following, [REDACTED]

22 [REDACTED]

23 [REDACTED]

24 [REDACTED]

10:41:47 25 [REDACTED]

REPORTER'S CERTIFICATE

I, Anne Torreano, Certified Shorthand Reporter licensed in the State of California, License No. 10520, hereby certify that the deponent was by me first duly sworn, and the foregoing testimony was reported by me and was thereafter transcribed with computer aided transcription; that the foregoing is a full, complete, and true record of said proceedings.

I further certify that I am not of counsel or attorney for either or any of the parties in the foregoing proceeding and caption named or in any way interested in the outcome of the cause in said caption.

The dismantling, unsealing, or unbinding of the original transcript will render the reporter's certificates null and void.

In witness whereof, I have subscribed my name this 18th day of March, 2013.

☐ Reading and Signing was requested.

☐ Reading and Signing was waived.

☒ Reading and Signing was not requested.

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